

EXHIBIT 2

1 BOIES, SCHILLER & FLEXNER LLP
2 RICHARD J. POCKER (#012548)
3 300 South Fourth Street, Suite 800
4 Las Vegas, NV 89101
5 Telephone: (702) 382-7300
Facsimile: (702) 382-2755
rpocker@bsfllp.com

6 WILLIAM A. ISAACSON (*pro hac vice to be filed*)
7 KAREN L. DUNN (*pro hac vice to be filed*)
5301 Wisconsin Avenue, NW
8 Washington, DC 20015
Telephone: (202) 237-2727
9 Facsimile: (202) 237-6131
wisaacson@bsfllp.com
kdunn@bsfllp.com

10 STEVEN C. HOLTZMAN (*admitted pro hac vice*)
11 JOHN F. COVE, JR. (*admitted pro hac vice*)
12 KIERAN P. RINGGENBERG (*admitted pro hac vice*)
13 1999 Harrison Street, Suite 900
14 Oakland, CA 94612
15 Telephone: (510) 874-1000
Facsimile: (510) 874-1460
16 sholtzman@bsfllp.com
jcove@bsfllp.com
kringgenberg@bsfllp.com

17
18 *Additional counsel on next page*

19
20 UNITED STATES DISTRICT COURT
21 FOR THE DISTRICT OF ARIZONA

22 SolarCity Corporation,

No. 2:15-CV-00374-DLR

23 Plaintiff,

24 vs.

25 Salt River Project Agricultural
26 Improvement and Power District,

27 Defendant.

PLAINTIFF SOLARCITY
CORPORATION'S SECOND SET
OF REQUESTS FOR
PRODUCTION OF DOCUMENTS
TO DEFENDANT SALT RIVER
PROJECT AGRICULTURAL AND
POWER DISTRICT

1 SEAN P. RODRIGUEZ (*admitted pro hac vice*)
2 1999 Harrison Street, Suite 900
3 Oakland, CA 94612
4 Telephone: (510) 874-1000
5 Facsimile: (510) 874-1460
6 srodriguez@bsfllp.com

7 COPPERSMITH BROCKELMAN PLC
8 KEITH BEAUCHAMP (#012434)
9 ROOPALI H. DESAI (#024295)
10 2800 North Central Avenue, Suite 1200
11 Phoenix, Arizona 85004
12 Telephone: (602) 381-5490
13 Facsimile: (602) 224-6020
14 kbeauchamp@cblawyers.com
15 rdesai@cblawyers.com

16 *Attorneys for Plaintiff SolarCity Corporation*

17 **PROPOUNDING PARTY:** Plaintiff SolarCity Corporation
18 **RESPONDING PARTY:** Defendant Salt River Project Agricultural
19 Improvement and Power District
20
SET NO.: Two

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1 Pursuant to Federal Rules of Civil Procedure 26 and 34, Plaintiff SolarCity
2 Corporation hereby requests that Defendant Salt River Project Agricultural Improvement
3 and Power District produce the documents and things specified below for inspection and
4 copying to the offices of Boies, Schiller & Flexner LLP, located at 1999 Harrison Street,
5 Suite 900, Oakland, California 94612.

6 **DEFINITIONS AND INSTRUCTIONS**

7 The definitions, instructions, and requirements of Federal Rules of Civil Procedure
8 26, 34, and 37 are adopted and incorporated herein by this reference. The following
9 words and phrases shall have the following meanings in these Requests:

10 1. The term “ACTION” means *SolarCity Corporation v. Salt River Project*
11 *Agricultural Improvement and Power District*, Case No. 2:15-CV-00374-DLR (D. Ariz.).

12 2. The term “BOARD OF DIRECTORS” means those PERSONS who govern
13 Salt River Project Agricultural Improvement and Power District pursuant to Ariz. Rev.
14 Stat. §§ 48-2331 *et seq.* or are elected to govern Salt River Project Agricultural
15 Improvement and Power District pursuant to Ariz. Rev. Stat. §§ 48-2381 *et seq.*; or the
16 body on which those PERSONS serve in their capacity under the foregoing statutes.

17 3. The term “COMMUNITY SOLAR” means the program, launched in
18 September 2011 and as modified by the SEPPs, under which SRP purchases utility-scale
19 solar energy and sells such electricity to SRP CUSTOMERS.

20 4. The term “CONCERNING” means relating to, regarding, with respect to,
21 referring to, in connection with, describing, evidencing, or constituting.

22 5. The term “CONSULTANT(S)” means any PERSON or entity with whom
23 SRP consulted CONCERNING topics relevant to competition for the sale of electric
24 power, INCLUDING John Chamberlin; Sussex Economic Advisors, LLC; all former
25 firms or organizations with whom John Chamberlin was affiliated; Timothy S. Lyons;
26 Public Financial Management Inc.; Michael Mace; NERA Economic Consulting; Amparo
27 Nieto; Brattle Group; Ahmad Faruqui; Ryan Hledik; Electric Power Research Institute;
28 Mark McGranaghan; FTI Consulting; Lawrence Pacheco; Clean Power Research; Electric

1 Power Research Institute; and Ashley Brown.

2 6. The term “COST SHIFT” means any over-payment or under-payment for a
 3 service or good resulting from a misalignment in costs and revenues, CROSS-SUBSIDY,
 4 SUBSIDY, and any similar or related concept or meaning employed by SRP management
 5 or SRP’s CONSULTANTS in connection with the PUBLIC PRICING PROCESS,
 6 INCLUDING as used by Mark Bonsall during a BOARD OF DIRECTORS meeting on
 7 February 19, 2015,¹ and further INCLUDING as used by Aidan McSheffrey during a
 8 meeting held in connection with the PUBLIC PRICING PROCESS on January 5, 2015.²

9 7. The terms “CROSS-SUBSIDY” or “SUBSIDY” means any grant, shift,
 10 contribution, transfer, or donation of money, and any similar or related concept or
 11 meaning employed by SRP management or SRP’s CONSULTANTS in connection with
 12 the PUBLIC PRICING PROCESS, INCLUDING as used in a report written by SRP
 13 CONSULTANT Ashley C. Brown in connection with the PUBLIC PRICING PROCESS,³

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15 ¹ Tr. 7:16-8:2 (Feb. 19, 2015) (“The implication of that is it caps the cost shift that’s been
 16 going on for -- it caps it. It stops it from growing because any new customers would, in
 17 fact, pay for what they use as opposed to somebody else paying for what they use. So it
 18 caps the ongoing cost shift at the annual level that exists today. That cost shift will stay in
 place for as long as grandfathering is approved. That level of cost shift is, in fact,
 embedded in the rest of the price proposal and will exist again for as long as
 grandfathering is in place. Were there any growth in that cost shift, that growth would
 have to be recovered in a large base price increase proposal.”).

19 ² Tr. 74:12-19 (Jan. 15, 2015) (“Q. But if somebody in this E-23 rate class, for example, is
 20 paying less than the average or less than their cost of service, they are shifting those costs
 onto someone else in that rate class, right?; A. I’m sure there are some customers that pay
 21 less and some that pay more within the entire class.; Q. And that’s a cost shift?; A. Yeah.
 You could characterize it that way.”); *id.* at 145:20-146:7 (“Q. Let’s take solar completely
 22 out of this for a moment. What types of cost shifts exist in your rates today?; A. So, for
 example, we have a low-income program where low-income customers receive a bill
 23 credit of – it depends, but let’s say \$21 a month. Those customers are not recovering their
 full cost of service. We have a lighting class of customers from the cost allocation point
 of view who are under-recovering and, as a result, we’ve -- and it’s primarily related to
 24 lighting facilities that utilities often provide and as a choice, we’ve chosen to exit that
 business to provide that. So those are a couple of examples.”).

25 ³ Ashley C. Brown, *Matching Prices and Value for Distributed Solar PV: SRP’s*
 26 *Proposal 14* (2015) (“There simply is no reason why solar PV DG customers should
 receive free backup service compliments of their neighbors. It is an unacceptable cross-
 27 subsidy.”); *see also id.* at 16 (“The impact of net metering is not simply the creation of a
 cross-subsidy from non-solar PV DG customers to solar PV DG customers, but, as has
 been pointed out in a recent study by E3, a prominent economic consulting firm, it is a
 cross-subsidy from less affluent households to more affluent ones.”).

1 and further INCLUDING as used by Aidan McSheffrey during meetings held in
 2 connection with the PUBLIC PRICING PROCESS on January 5, 2015⁴ and January 8,
 3 2015.⁵

4 8. The term “CUSTOMER(S)” means any PERSON that purchases power
 5 from SRP, INCLUDING any individual(s), business, government, non-profit, or other
 6 entity, regardless whether that purchased power is used for residential, personal, public,
 7 private, commercial, industrial, or other use.

8 9. The term “DISTRIBUTED GENERATION” means the generation of
 9 electric power on property owned, controlled, or occupied by any CUSTOMER,
 10 INCLUDING generation of electric power by any solar system installed on property
 11 owned, controlled, or occupied by any CUSTOMER, and further INCLUDING generation
 12 of electric power by any system or technology the new users of which are subject to the
 13 SEPPs’ E-27 Price Plan, Buyback Service Rider or Renewable Net Metering Rider.

14 10. The term “DOCUMENT(S)” shall be synonymous in meaning and equal in
 15 scope to the broadest meaning provided by Rule 34 of the Federal Rules of Civil
 16 Procedure, INCLUDING hard copies, electronic documents, electronic or computerized
 17 data compilations, software, software images, or downloads. This term shall apply to
 18 documents, whether in hard copy or electronic form, on any computer or other system.

19 11. The term “GRID” means the interconnected network used for transmission
 20 and distribution of electricity from suppliers to consumers, consisting of power generating
 21 stations, transmission lines, substations, transformers, and other infrastructure or
 22 equipment involved with transmitting and delivering electricity.

23 12. The term “INCLUDING” means “including, but not limited to,” and the
 24 term “include” means “include, but is or are not limited to.”

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⁴ Tr. 42:19-21 (Jan. 5, 2015) (“So far we’ve subsidized \$150 million. Under the proposal,
 it would be approximately about a quarter of billion dollars.”).

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⁵ Tr. 34:17-21 (Jan. 8, 2015) (“Q. The question is why does SRP subsidize water.; A.
 Again, it’s part of our history here to support water and make water and power both
 affordable in the Valley and that’s the reason we do it.”).

1 13. The term “PERSON(S)” means any natural person or any business, legal or
2 governmental entity or association. Any reference to a PERSON that is a business entity
3 and is not otherwise defined includes that PERSON’s predecessors (INCLUDING any
4 pre-existing PERSON that at any time became part of that entity after merger or
5 acquisition), successors, parents, divisions, subsidiaries, affiliates, franchisors and
6 franchisees; each other PERSON directly or indirectly owned or controlled by any of
7 them; each partnership or joint venture to which any of them is a party; and all present and
8 former directors, officers, employees, agents, CONSULTANTS, controlling shareholders
9 (and any entity owned by any such controlling shareholder) and attorneys of any of them;
10 and any other PERSON acting for or on behalf of any of them.

11 14. The term “PUBLIC PRICING PROCESS” means all procedures,
12 INCLUDING reports, presentations, emails, public comment sessions, and BOARD OF
13 DIRECTORS meetings, through which SRP proposed, introduced, discussed, and
14 ultimately obtained approval for the SEPPs.

15 15. The term “SEPPs” means the Standard Electric Price Plans approved by the
16 BOARD OF DIRECTORS on February 26, 2015 and any drafts thereof, INCLUDING the
17 Proposed Adjustments to SRP’s Standard Electric Price Plans Effective with the April
18 2015 Billing Cycle dated December 12, 2014.

19 16. The term “SOLARCITY” means the Plaintiff in this ACTION, SolarCity
20 Corporation.

21 17. The terms “SRP,” “YOU,” and “YOUR” means the Defendant Salt River
22 Project Agricultural Improvement and Power District, its BOARD OF DIRECTORS, its
23 Council, or any other governing body, and any of Defendant Salt River Project
24 Agricultural Improvement and Power District’s predecessors, successors, parents,
25 subsidiaries, affiliates, or alter egos, INCLUDING the Salt River Valley Water Users’
26 Association and any of its predecessors, successors, parents, subsidiaries, affiliates, alter
27 egos, Board, Council, or other governing body.

28 18. The following rules of construction shall apply to all Requests as necessary

1 to bring within the scope of the discovery request all responses that might otherwise be
2 construed to be outside of its scope:

- 3 (a) the use of a verb in any tense shall be construed to include the use of
4 that verb in all other tenses,
- 5 (b) the use of a word in its singular form shall be deemed to include
6 within its use the plural form as well and vice versa,
- 7 (c) the connectives “and” and “or” shall be construed either disjunctively
8 or conjunctively, and
- 9 (d) the terms “all,” “any,” and “each” shall be construed as “all, any,
10 every and each.”

11 19. If any DOCUMENTS are withheld based on an objection to any Request, all
12 DOCUMENTS covered by that Request but not subject to the objection should be
13 produced.

14 20. SOLARCITY reserves its rights to modify or supplement any Request in
15 this Second Set of Document Requests.

16 21. The wording of any Request does not constitute an admission of what the
17 facts or evidence will ultimately show.

18 22. DOCUMENTS not otherwise responsive to any of the Requests herein
19 should be produced if such DOCUMENTS are attached to a DOCUMENT or thing called
20 for by these Requests.

21 23. To the extent YOU contend that responsive DOCUMENTS cannot be
22 produced pursuant to the notice and consent requirements contained in a protective order
23 or agreement, the written response to each Request shall identify the specific provisions of
24 the protective order or agreement on which SRP is relying and the efforts that SRP has
25 and will undertake to provide notice and obtain consents.

26 24. Unless otherwise specified, the DOCUMENTS requested include the
27 responsive DOCUMENTS in YOUR actual or constructive possession, control or custody,
28 as well as the responsive DOCUMENTS in the actual or constructive possession, control

1 or custody of YOUR employees, agents, representatives, officers, directors,
2 CONSULTANTS, or any other PERSON acting or purporting to act on your behalf, and,
3 unless privileged and such privilege has not been waived, your attorneys.

4 25. All responsive DOCUMENTS in YOUR possession, custody or control that
5 exist in electronic format (whether on hard drives; on desktop, laptop, notebook, tablet, or
6 personal digital assistant computers; servers; CDs; DVDs; USB drives; or any other
7 electronic medium) shall be produced in native electronic format with all “electronically
8 stored information” as that term is used in Federal Rule of Civil Procedure 34 unless
9 otherwise agreed by the parties.

10 26. Pursuant to Rule 34(b) of the Federal Rules of Civil Procedure,
11 DOCUMENTS shall be produced either (a) as they are kept in the usual course of
12 business (in which case they shall be produced in such fashion as to identify the
13 department, branch, or office in whose possession it was located and, where applicable,
14 the natural person in whose possession it was found or the server or central file in which it
15 was found, and the address of each DOCUMENT’s custodian(s)), or organized and
16 labeled to correspond to the specific Request enumerated in these Requests, which such
17 specific Request identified.

18 27. In producing DOCUMENTS, YOU are requested to produce a legible copy
19 of each DOCUMENT requested together with all non-identical copies and drafts of that
20 DOCUMENT. YOU shall retain all of the original DOCUMENTS for inspection or
21 copying throughout the pendency of this case, any appeal(s), and any related proceedings.

22 28. YOU shall produce DOCUMENTS (including associated metadata) in the
23 format specified in the attached **SCHEDULE A**.

24 29. Any alteration of a responsive DOCUMENT, INCLUDING any marginal
25 notes, handwritten notes, underlining, date stamps, received stamps, endorsed or filed
26 stamps, drafts, revisions, modifications, and other versions of a DOCUMENT is a
27 responsive DOCUMENT in its own right and must be produced.

28 30. DOCUMENTS should be produced in full, without abbreviation or

1 expurgation, regardless of whether YOU consider the entire DOCUMENT to be relevant
2 or responsive.

3 31. In instances where two or more exact duplicates of any DOCUMENT exist,
4 the most legible copy shall be produced.

5 32. In the event that any DOCUMENT called for herein has been destroyed,
6 lost, or otherwise becomes unavailable, that DOCUMENT is to be identified as follows:
7 type of document, author, addressor, addressee, recipients of indicated or "blind" copies,
8 date, subject matter, number of pages, attachments or appendices, all PERSONS believed
9 at any time to have had a copy of the DOCUMENT, the PERSON(S) identified as its last
10 known custodian(s), the date of destruction or loss, place and manner of destruction or
11 loss, PERSONS authorizing destruction, and PERSONS destroying or responsible for
12 losing.

13 33. These Requests are to be considered continuing in nature, and YOU must
14 promptly furnish supplemental responses in accordance with the requirements of Federal
15 Rules of Civil Procedure 26(e) if any additional DOCUMENTS or information is
16 discovered or created after YOUR responses are tendered, or if any of YOUR responses
17 are subsequently determined to be incorrect, incomplete, or misleading in any respect.

18 34. Other than redactions of privileged information, as addressed in Paragraph
19 35 below, DOCUMENTS are to be produced in full and may not be redacted in any
20 manner. If any requested DOCUMENT cannot be produced in full, produce it to the
21 extent possible, and provide the following information CONCERNING each such
22 DOCUMENT and each portion of such DOCUMENT withheld:

23 (a) the type of DOCUMENT;
24 (b) the general subject matter of the DOCUMENT and each portion
25 withheld;
26 (c) the date of the DOCUMENT;
27 (d) the author(s) of the DOCUMENT and their title(s);
28 (e) the recipient(s) of the DOCUMENT and their title(s); and

(f) the basis for withholding each portion of the DOCUMENT that is withheld from production.

3 35. To the extent YOU object to or claim a privilege CONCERNING any
4 Request in whole or in part, provide the following information for each DOCUMENT and
5 each portion of any DOCUMENT withheld;

- (a) the type of DOCUMENT;
- (b) the general subject matter of the DOCUMENT and each portion withheld;
- (c) the date of the DOCUMENT;
- (d) the author(s) of the DOCUMENT and their title(s);
- (e) the recipient(s) of the DOCUMENT and their title(s);
- (f) and all reasons and the underlying basis for YOUR objection or claim of privilege for withholding such DOCUMENT and each withheld portion of a DOCUMENT in sufficient detail to permit the court to determine the validity of YOUR objection or claim of privilege; and
- (g) provide all DOCUMENTS or portion of a DOCUMENT responsive to the Request to the extent not privileged, and set forth all reasons and the underlying basis for YOUR objection or claim of privilege in sufficient detail to permit the court to determine the validity of YOUR objection or claim of privilege as to the remainder of the Request.

21 36. Unless otherwise specified, the geographic scope of these Requests is the
22 United States.

23 37. Unless otherwise stated, the time period covered by these Requests is the
24 time period beginning January 1, 2010 and continuing thereafter.

REQUESTS FOR PRODUCTION OF DOCUMENTS

1. All DOCUMENTS CONCERNING

- (a) demand charges, monthly service charges, or energy charges in, or considered for inclusion in, the SEPPs for DISTRIBUTED GENERATION CUSTOMERS;
- (b) net metering or other terms in or considered for inclusion in the SEPPs for the purchase of electricity from DISTRIBUTED GENERATION CUSTOMERS;
- (c) any advantages or disadvantages of, rationale for, or alternatives to any rate, charge, or other term or condition in the SEPPs for CUSTOMERS who use DISTRIBUTED GENERATION;
- (d) the actual or potential impact of any rate, charge, or other term or condition in the SEPPs CONCERNING DISTRIBUTED GENERATION; or
- (e) demand charges, monthly service charges, or energy charges in or considered for inclusion in the SEPPs for COMMUNITY SOLAR CUSTOMERS.

2. All DOCUMENTS, prepared at any time since January 1, 2000

CONCERNING competition in the sale or provision of electricity in SRP's service area,
INCLUDING competition arising from DISTRIBUTED GENERATION or solar-generated electricity.

3. All studies, analyses, surveys, reports, proposals, presentations, memoranda, meeting minutes, or drafts of any of them, CONCERNING SRP's pricing and rate structures for electricity and the revenues for the same, INCLUDING the SEPPs, net metering, demand charges, time-of-use rates, flat fees, the PowerPartner program, or proposed changes to any of the foregoing.

4. All studies, analyses, surveys, reports, proposals, presentations, memoranda, meeting minutes, or drafts of any of them, CONCERNING SRP's costs of or investments in the provision, sale, generation, transmission or distribution of electricity; SRP's costs of or investments in maintaining and/or upgrading the GRID or any other electricity

1 infrastructure; and any SRP categorization or definition of fixed and/or variable costs for
2 any purpose.

3 5. All DOCUMENTS CONCERNING any SUBSIDY, CROSS-SUBSIDY
4 (INCLUDING any SUBSIDY CONCERNING water through any revenue or profit
5 associated with the provision or sale of electricity), COST SHIFT, SRP's recovery or non-
6 recovery of any costs from any CUSTOMER or any segment(s), categorization, type, or
7 any SRP sponsorship payment, contribution, or donation.

8 6. All DOCUMENTS CONCERNING the capacity of SRP's GRID or any
9 other electricity infrastructure and any planned or considered upgrades to that GRID or
10 other electricity-related infrastructure, INCLUDING costs related to the capacity of or
11 upgrades to SRP's GRID.

12 7. Detailed financial and accounting records underlying SRP's financial
13 statements for each year since 2012, INCLUDING all data and records provided or made
14 available to SRP's auditors and CONCERNING SRP's costs, expenses, investments,
15 revenues, and financial transactions.

16 8. All DOCUMENTS CONCERNING any costs, revenues, benefits,
17 advantages or disadvantages of, or associated with, DISTRIBUTED GENERATION,
18 COMMUNITY SOLAR, or the solar generation of electricity, INCLUDING any actual or
19 potential impact of DISTRIBUTED GENERATION or COMMUNITY SOLAR on SRP's
20 revenues from the sale or provision of electricity or on SRP's costs of selling or providing
21 electricity.

22 9. All DOCUMENTS CONCERNING actual or proposed SRP actions to
23 reduce or prevent the growth of electricity usage, demand, or peak demand by
24 CUSTOMERS, INCLUDING actions to promote energy efficiency or the monitoring,
25 alteration, control, or distribution of demand or peak demand.

26 10. All DOCUMENTS CONCERNING use by CUSTOMERS of battery or
27 other electricity storage, load controllers, or any other means of monitoring or altering
28 electricity demand.

1 11. All DOCUMENTS CONCERNING CUSTOMER-service communications
2 CONCERNING DISTRIBUTED GENERATION, INCLUDING guidance provided to
3 CUSTOMER-facing representatives; transcripts, audio recordings, notes, or other records
4 reflecting CUSTOMER communications or DOCUMENTS CONCERNING requests for
5 proposals or contract negotiations by or with CUSTOMERS, and also INCLUDING any
6 communications with CUSTOMERS CONCERNING the PUBLIC PRICING PROCESS
7 or participation therein.

8 12. All DOCUMENTS CONCERNING communications with any other utility,
9 any trade association or organization, or any utility regulator (INCLUDING Pinnacle
10 West, any affiliate or subsidiary of Pinnacle West, Arizona Public Service, Trico Electric
11 Cooperative Incorporated, Touchstone Energy, UNS Energy Corporation, Fortis
12 Incorporated, UniSource Energy Services, Tucson Electric Power, the Arizona
13 Corporation Commission, the Edison Electric Institute, or the Electric Power Research
14 Institute), or any representative, agent, or employee thereof, CONCERNING
15 DISTRIBUTED GENERATION or the PUBLIC PRICING PROCESS.

16 13. All DOCUMENTS since January 1, 2005 CONCERNING SRP's
17 sustainability or renewable energy goals or guidelines, any SRP policy or position
18 CONCERNING net metering or DISTRIBUTED GENERATION buyback programs,
19 SRP's provision or consideration of incentives for installation of DISTRIBUTED
20 GENERATION, or any SRP proposal or pilot program whereby SRP would provide,
21 offer, or otherwise become involved with operations concerning DISTRIBUTED
22 GENERATION, INCLUDING any pilot program or study involving the Electric Power
23 Research Institute.

24 14. DOCUMENTS sufficient to show, in the aggregate and for each strata or
25 other categorization used in YOUR ordinary course of business, the electricity usage and
26 demand for each hour of each day for CUSTOMERS, both overall and separately (a) for
27 DISTRIBUTED GENERATION CUSTOMERS and non-DISTRIBUTED
28 GENERATION CUSTOMERS and (b) for residential and non-residential CUSTOMERS.

15. All DOCUMENTS CONCERNING any analysis of the time-of-day of electricity production from solar production, either in SRP territory or transmitted into SRP territory, INCLUDING any comparisons between the time of solar production and the time of peak electricity demand by CUSTOMERS.

16. All DOCUMENTS containing any of the following non-case-sensitive terms, where “!” represents a root expander, “-” specifies either a space or a hyphen, and “*” specifies that no character, any character, or any string of characters may follow the term: “cost-shift”, “cross-subsid!”, “demand-charge”, “demand-response”, “distributed-generation”, “DG”, “solar*”, “Alternate-Energy-Technologies”, “Green-Valley-Cooling”, “One-Way-Electric”, “SkyPower”, “Sunrun”, “SunPower”, “Sungevity”, “Verengo”, “Vivint”, “Wilson-Electric”, “AriSEIA”, “ASDA”, “net-meter!”, “net-energy-meter!”, “net-effective-meter!”, “self-generat!”, “non-requirement*”, “rooftop photovoltaic”, “PV”, “rooftop-PV”, or “distributed-PV”.

DATED: March 26, 2015

BOIES, SCHILLER & FLEXNER LLP

By:

Steven C. Holtzman

Attorneys for Plaintiff SolarCity Corporation

1 **SCHEDULE A: PRODUCTION PROTOCOL**

2 1. **Document Production Format.**

3 (a) **TIFF Images.** Unless otherwise stated in this Production Protocol, each
4 document shall be produced in Group IV Tagged Image File Format
5 (“TIFF”) regardless of whether such documents are stored by the parties in
6 the ordinary course of business in electronic or hard copy form. Each TIFF
7 image file should be one page and should reflect how the source document
8 would appear if printed to hard copy.

9 (b) **Load File(s).** Document productions shall include Concordance-compatible
10 Load Files, including a Concordance DAT file and an Opticon delimited
11 file, that indicate document breaks of the TIFF images and additional fields
12 as identified in Section 4 below.

13 (c) **File Name.** Each document image file shall be named with the unique
14 Bates Number of the page of the document in question followed by the file
15 extension “TIF”. File names should not be more than fifteen characters long
16 or contain spaces or underscore symbols.

17 (d) **Document Unitization.** If a document is more than one page, the
18 unitization of the document and any attachments and/or affixed notes shall
19 be maintained as they existed in the original document.

20 (e) **Color.** Documents shall be produced as black and white TIFF images.
21 Upon written request, a party shall produce color images for a reasonable
22 number of selected documents. Documents produced in color shall be
23 produced as JPEG images with Exif compression and 24-bit color depth.
24 Each color document image file shall be named with the unique Bates
25 Number of the first page of the document in question followed by the file
26 extension “JPG”.

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1 2. **Searchable Text.** In addition to TIFF images, each production will include text
2 files corresponding to the TIFF image files described above.
3 (a) **Hard Copy Documents.** Hard copy documents shall be scanned using
4 Optical Character Recognition (“OCR”) technology and searchable ASCII
5 text (or Unicode text if the text is in a language requiring characters outside
6 of the ASCII character set) files shall be produced. Each file shall be named
7 with the unique Bates Number of the first page of the corresponding TIFF
8 document followed by the extension “TXT”.
9 (b) **Electronic Documents.** The full text of each native electronic document
10 shall be extracted (“Extracted Text”) and produced in a text file. The
11 Extracted Text shall be provided in searchable ASCII text format (or
12 Unicode text format if the text is in a language requiring characters outside
13 of the ASCII character set) and shall be named with the unique Bates
14 Number of the first page of the corresponding TIFF document followed by
15 the extension “TXT”. Searchable text files corresponding to the TIFF image
16 files for redacted Electronic Documents must include Extracted Text or
17 OCR text only to the extent that it will not disclose redacted information.
18 3. **Production Media.** Documents shall be produced on external hard drives or
19 readily accessible computer or electronic media (the “Production Media”). Each
20 piece of Production Media shall identify: (1) the producing party’s name; (2) the
21 production date; and (3) the Bates Number range of the materials contained on the
22 Production Media.
23 4. **Metadata Production.**
24 (a) **Fields.** For all electronic documents, an ASCII text (or Unicode text if the
25 text is in a language requiring characters outside of the ASCII character set)
26 Load File shall be produced setting forth the Data Fields listed in Table A.
27 SolarCity reserves the right to request that additional Data Fields be set forth
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1 or provided for certain categories of document upon review of the other
2 party's production.

3 (b) **Redactions.** For redacted electronic documents, metadata fields must be
4 produced only to the extent such fields will not disclose redacted
5 information.

6 (c) **Time Zone.** Metadata pertaining to time/date should be standardized on
7 Mountain Standard Time (as applicable in Arizona).

8 (d) **Parent/Child.** Parent-child relationships (the association between an
9 attachment and its parent document) should be preserved and appropriately
10 reflected in the metadata. Bates numbering of a parent document and any
11 attachments shall be sequential such that a parent document has the lowest
12 value Bates number when compared to its attachment(s).

13 5. **Databases.** Databases are not included in this Production Protocol, but will be the
14 subject of meet-and-confers as needed.

15 6. **Native Production.** Spreadsheet files (*e.g.*, Excel), presentations (*e.g.*,
16 PowerPoint), audio, and video files shall be produced in native form. SolarCity
17 reserves the ability to request other file types be produced in native form or in
18 another reasonably usable form upon review of the other party's production.
19 Native file productions shall include metadata as set forth in Section 4 and a single-
20 page TIFF image indicating that the associated file was produced in native form.
21 Each produced native file shall be named with a unique Bates Number (*e.g.*,
22 ABC00000001.xls). The producing party may, as applicable, (1) add a header or
23 footer to the native file bearing a document number and a confidentiality
24 designation, provided that it does not delete or modify any existing header or footer
25 (or any other information) in the native file, and (2) make the native file read-only.
26 The producing party may produce the native file in this manner only if the
27 producing party does not delete or change any information, including any

1 metadata, in the native file produced. If the file contains privileged or work
 2 product content, the producing party may redact that content from the native file
 3 before production provided that the redaction is clearly labeled in the native file.
 4 After receipt of a native file produced in this manner, if the use or readability of the
 5 file is impaired in any way because of the document number, confidentiality
 6 designation or read-only protection, the receiving party may request a copy of the
 7 original native file but without the document number, confidentiality designation
 8 and/or read-only protection that impaired the use or readability of that file. Absent
 9 undue burden, such request shall not be denied.

10 **TABLE A: METADATA FIELDS**

<u>DATA FIELD</u>	<u>DESCRIPTION</u>
BEGDOC	Beginning Bates number assigned to each document
ENDDOC	Ending Bates number assigned to each document
BEGATTACH	Beginning Bates number assigned to the group of documents to which the parent document and any attachment documents are associated
ENDATTACH	Ending Bates number assigned to the group of documents to which the parent document and any attachment documents are associated
TYPE	“P” for parent document; “C” for child document
CUSTODIANS	The custodian of a document (or multiple custodians for globally de-duped documents)
RECORDTYPE	The type of record (<i>e.g.</i> , email, attachment)
DOCTYPE	Document type as identified by metadata associated with the native document indicating the application that created the native document (<i>e.g.</i> , Google Docs, Microsoft Word 6.0, Gmail, Outlook Email, etc.)

1	DOCAUTHOR	The “From” line of a produced email or the Author of a document
2	EMAILSUBJECT	The subject line of a produced email
3	FROM	The “From” line of a produced email
4	TO	The “To” line of a produced email
5	CC	The “CC” line of a produced email
6	BCC	The “BCC” line of a produced email
7	DOCDATE	Date sent or Date received or Date last modified or Date created (In this hierarchy)
8	PARENTDATE	Create date of parent document or date email sent of parent document for all attachment family members and date last modified for loose files; field allows for attachment families to sort together
9	DATESENT	The date (MMDDYYYY) an email was sent
10	TIMESENT	The time (HH:MM AM/PM) that an email was sent
11	DATERCVD	The date (MMDDYYYY) an email was received
12	TIMERCVD	The time (HH:MM AM/PM) that an email was received
13	DATECREATE	The date that a document was created
14	TIMECREATE	The time that a document was created
15	DATELASTMOD	The date that a document was last modified
16	TIMELASTMOD	The time that a document was last modified
17	DATELASTPRINT	The date that a document was last printed
18	TIMELASTPRINT	The time that a document was last printed
19	TIMEZONE	The time zone of the document.
20	FILENAME	The filename of a produced document
21	PATHFOLDER	The folder information for a document (email) or the full path of a document (e-docs)

1	ORIGINALSOURCE	The file name of an e-mail store (e.g., Outlook.pst, MyMail.nsf, etc.)
2	TITLE	The title of a document
3	DOCEXT	The file extension (e.g., .txt or .pdf) of a produced document
4	FILESIZE	The file size (in KB\MB\GB) of a produced document
5	MD5HASH	Programmatic unique hash value of a produced document
6	NUMATTACH	The number of attachments to a document
7	MESSAGEID	Content of the “MessageID” email header field
8	PGCOUNT	The page count of the native document
9	NATIVEFILE	The location of the produced native version of a document
10	TEXTFILE	The location of the extracted text/OCR text for a document
11	AUTHOR	The author of a document from metadata
12	LASTAUTHOR	The content of “LastAuthor” document metadata
13	ORGANIZATION	The organization identified for the author of a document
14	COMMENTS	Whether the document has comments
15	REVISION	The revision version number of a document
16	PARENTID	For attachment, BEGBATES for parent
17	ATTACHID	For parent, BEGBATES for each attachment
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